

**QUINN EMANUEL URQUHART & SULLIVAN, LLP**

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*Special Counsel For The Official Committee  
Of Unsecured Creditors Of  
Lehman Brothers Holdings Inc., et al.*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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<b>In re:</b>	:
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	<b>Chapter 11</b>
<b>LEHMAN BROTHERS HOLDINGS INC.,</b>	:
<b><u>ET AL.</u>,</b>	:
	:
	<b>Case No. 08-13555 (JMP)</b>
	:
	<b>(Jointly Administered)</b>
<b>Debtors.</b>	:
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**SIXTH SUPPLEMENTAL DECLARATION OF SUSHEEL KIRPALANI  
IN SUPPORT OF APPLICATION OF OFFICIAL COMMITTEE OF UNSECURED  
CREDITORS OF LEHMAN BROTHERS HOLDINGS INC., ET AL., UNDER  
11 U.S.C. §§ 328 AND 1103 AND FED. R. BANKR. P. 2014 AND 5002, FOR  
ORDER AUTHORIZING RETENTION AND EMPLOYMENT OF QUINN  
EMANUEL URQUHART & SULLIVAN, LLP, AS SPECIAL COUNSEL,  
NUNC PRO TUNC TO SEPTEMBER 17, 2008**

Susheel Kirpalani hereby declares, under penalty of perjury:

1. I am a member of Quinn Emanuel Urquhart & Sullivan, LLP (“Quinn Emanuel”), a law firm with offices at 51 Madison Avenue, New York, New York 10010, and in Los Angeles, Chicago, San Francisco, Silicon Valley, California, London, England, Mannheim, Germany and Tokyo, Japan.

2. I submit this declaration (the “Sixth Supplemental Declaration”) in connection with Quinn Emanuel’s representation of the Official Committee of Unsecured Creditors (the “Creditors’ Committee”) of Lehman Brothers Holdings Inc. (“LBHI”) and its affiliated debtors in possession (collectively, the “Lehman Debtors”), as special counsel, *nunc pro tunc* effective as of September 17, 2008, in the above-captioned cases. Quinn Emanuel was retained upon application, dated October 21, 2008 (the “Application”), by the Creditors’ Committee, pursuant to sections 328 and 1103(a) of title 11 of the United States Code, 11 U.S.C. §§ 101 et seq. (the “Bankruptcy Code”), and Rules 2014 and 5002 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”).

3. Unless otherwise stated in this declaration, I have personal knowledge of the facts set forth herein. I will supplement the disclosures made in the Declarations (as defined below) if additional relevant information becomes available during the pendency of these cases.

4. I initially filed a declaration (the “Initial Declaration”), dated October 21, 2008, contemporaneously with the Application. On November 10, 2008, I filed a supplemental declaration in support of the Application (the “First Supplemental Declaration”). On December 8, 2008, I filed a second supplemental declaration in support of the Application (the “Second Supplemental Declaration”). On March 4, 2009, I filed a third supplemental declaration in support of the Application (the “Third Supplemental Declaration”). On June 26, 2009, I filed a fourth supplemental declaration in support of the Application (the “Fourth Supplemental Declaration”). On December 18, 2009, I filed a fifth supplemental declaration in support of the Application (the “Fifth Supplemental Declaration” and, together with the Initial Declaration, First Supplemental Declaration, Second Supplemental Declaration, Third Supplemental Declaration, and Fourth Supplemental Declaration, the “Declarations”).

5. On November 21, 2008, the Bankruptcy Court entered the Final Order Under 11 U.S.C. § 1103(a) And Fed. R. Bankr. P. 2014 and 5002, Authorizing Retention And Employment Of Quinn Emanuel Urquhart Oliver & Hedges, LLP As Special Counsel To The Official Committee Of Unsecured Creditors Of Lehman Brothers Holdings Inc. Et Al., Nunc Pro Tunc To September 17, 2008 (the “Final Order”). Among other things, the Final Order granted the Application and approved Quinn Emanuel’s retention as special counsel to the Creditors’ Committee.

6. Since the filing of the Fifth Supplemental Declaration, Quinn Emmanuel attorneys have been retained to represent the Federal Housing Finance Agency (“FHFA”), the federal agency appointed as Conservator for the Federal National Mortgage Association (“Fannie Mae”) and the Federal Home Loan Mortgage Corporation (“Freddie Mac” and together with Fannie Mae, the “GSEs”), in connection with activities to preserve, protect, and collect conservator assets involving certain Private Label Mortgage-Backed Securities held by the GSEs. The FHFA representation does not relate to the Lehman Debtors or their estates, and Quinn Emanuel will not represent the FHFA or the GSEs in connection with these chapter 11 cases. Further, Quinn Emanuel has established an ethical wall between attorneys representing the Creditors’ Committee and attorneys representing the FHFA. During the pendency of the FHFA representation, Quinn Emanuel cannot be adverse to the FHFA or the GSEs. As such, the Creditors’ Committee will be represented by Milbank (or other counsel) in matters relating to the FHFA and the GSEs.

7. Since the filing of the Fifth Supplemental Declaration, Quinn Emmanuel attorneys have been retained by IKB Deutsche Industriebank AG (“IKB”) in connection with potential claims unrelated to the Lehman Debtors that IKB may assert against third parties that

are not affiliated with Lehman or its non-debtor affiliates. While Quinn Emanuel does not believe these matters create a conflict with its representation of the Creditors' Committee, out of an abundance of caution Quinn Emanuel has established an ethical wall between attorneys representing the Creditors' Committee and attorneys representing IKB. Quinn Emanuel will not represent IKB in connection with these chapter 11 cases. As previously disclosed in the Initial Declaration, Quinn Emanuel will not represent any entity, other than the Creditors' Committee, in connection with Lehman's bankruptcy cases.

8. Since the filing of the Fifth Supplemental Declaration, Quinn Emmanuel attorneys have been retained by entities assessing potential claims against third parties, including non-debtor affiliates of LBHI, in respect of Lehman-related securities. While Quinn Emanuel does not believe these matters create a conflict with its representation of the Creditors' Committee, out of an abundance of caution Quinn Emanuel has established an ethical wall between attorneys representing the Creditors' Committee and attorneys representing these entities. Quinn Emanuel will not represent these entities in matters adverse to the Lehman Debtors or otherwise connection with these chapter 11 cases. As previously disclosed in the Initial Declaration, Quinn Emanuel will not represent any entity, other than the Creditors' Committee, in connection with Lehman's bankruptcy cases.

9. The foregoing statements are true and correct to the best of my knowledge, information and belief.

August 24, 2010

/s/ Susheel Kirpalani  
Susheel Kirpalani  
A Member of the Firm